EXHIBIT A

DELPHI CORPORATION et al.

CERTIFICATION OF RANDALL S. EISENBERG

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re   :   Chapter 11
:
DELPHI CORPORATION, <u>et al.</u>,   :   Case No. 05-44481 (RDD)
:
                  Debtors.   :   (Jointly Administered)
:
--x

CERTIFICATION UNDER GUIDELINES FOR
FEES AND DISBURSEMENTS FOR PROFESSIONALS

         Randall S. Eisenberg, as and for his certification pursuant to and in accordance with the

Court's General Order M-151:   Amended Guidelines for Fees and Disbursements for

Professionals in Southern District of New York Bankruptcy Cases ("SDNY Guidelines"), hereby

respectfully certifies as follows:

         1.   I am a Senior Managing Director with FTI Consulting, Inc.   I have been

designated with responsibility for compliance with the SDNY Guidelines and the United States

Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of

Expenses Filed Under 11 U.S.C. §330, adopted on January 30, 1996 (the "UST Guidelines") in

these Chapter 11 cases of Delphi Corporation, et al. (the "Debtors").

         2.   I submit this certification in connection with the Third Interim Fee Application of

FTI Consulting, Inc., as Restructuring and Financial Advisor To The Debtors and Debtors-in-

Possession For Interim Allowance of Compensation For Professional Services Rendered and

Reimbursement of Actual and Necessary Expenses For The Period June 1, 2006 Through

September 30, 2006 (the "Application").

         3.   I have read the Application.

4.   To the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought fall within the SDNY Guidelines, the UST Guidelines, the Final Order dated November 4, 2005 Authorizing the Employment and Retention of FTI as Restructuring and Financial Advisor to the Debtors as of October 8, 2005, the Supplemental Order dated October 19, 2006 Authorizing Expansion of Scope of Employment of FTI Consulting, Inc. as Restructuring and Financial Advisor to Debtors to Include Economic Consulting Services Nunc Pro Tunc to May 25, 2006, and the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals dated November 4, 2005 (the "Administrative Order").

5.   To the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by FTI during the time period covered by the Application and generally accepted by FTI's clients during that time period.

6.   To the best of my knowledge, information and belief formed after reasonable inquiry, in incurring the reimbursable expenses to the Debtors that are the subject of the Application, with the exception of usage, storage and set-up charges for the virtual Data Room, FTI did not make a profit on that expense whether the expense was performed by FTI in-house or through a third party.

7.   FTI previously provided to the Debtors, the United States Trustee, Debtors' Counsel, Counsel for the Official Committee of Unsecured Creditors, Counsel for the Agent under the Debtors' prepetition credit facility; and Counsel for the Agent under the Debtors' postpetition credit facility, as directed by the Administrative Order of this Court, statements of

FTI's fees and disbursements that accrued periodically within the time period of this Application.

FTI also provided statements to the Fee Review Committee upon its formation.

Dated: New York, New York
          November 28, 2006

/s/ Randall S. Eisenberg_____
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Restructuring and Financial Advisor for the Debtors
and Debtors-in-Possession